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Proposed Lead Counsel

**UNITED STATES DISTRICT COURT**

**FOR THE NORTHERN DISTRICT OF CALIFORNIA**

JOEL EICHENHOLTZ, Individually And On  
Behalf of All Others Similarly Situated,

Plaintiff,

v.

VERIFONE HOLDINGS, INC., DOUGLAS G.  
BERGERON, and BARRY ZWARENSTEIN,

Defendants.

Case No. C 07-6140 MHP

**DECLARATION OF JONATHAN K.  
LEVINE IN SUPPORT OF THE MOTION  
OF BRYCE AND DEBRA BALDWIN FOR  
APPOINTMENT AS LEAD PLAINTIFF  
AND APPROVAL OF SELECTION OF  
LEAD COUNSEL**

Date: March 17, 2008

Time: 2:00 p.m.

Judge: The Hon. Marilyn H. Patel

Courtroom: 15

I, Jonathan K. Levine, declare as follows:

1. I am member in good standing of the State Bar of California and am admitted to practice before this Court. I am a partner of the law firm of Girard Gibbs LLP, counsel for Bryce Baldwin and Debra Baldwin ("Movants") and proposed lead counsel in the above-entitled action. I make this declaration in support of Movants' motion for appointment as lead plaintiff and selection of lead counsel. I have personal knowledge of the matters stated herein and, if called upon, I could and would competently testify thereto.

3. Attached hereto as Exhibit B are true and correct copies of Movants' sworn certifications.
4. Attached hereto as Exhibit C is a chart of Movants' purchases and losses in the securities of VeriFone Holdings, Inc. between August 31, 2006 and November 30, 2007.
5. Attached hereto as Exhibit D is the firm resume of Girard Gibbs LLP.

/s/ Jonathan K. Levine  
Jonathan K. Levine